ATACADÃO S.A.

NIRE 35.300.043.154

Corporate Taxpayer's ID (CNPJ/ME): 75.315.333/0001-09

Publicly-Held Company

MATERIAL FACT

ATACADÃO S.A. (B3: CRFB3) ("Grupo Carrefour Brasil", "Group" or "Company"), in compliance with the provisions set forth in article 157, paragraph 4 of Law No. 6,404, of December 15, 1976, as amended ("Corporation Law") and of Securities Commission of Brazil ("CVM") Resolution No. 44, of August 23, 2021, as amended, hereby informs its shareholders and the market in general, considering the news published in the media by Bloomberg ("*Carrefour is said to consider buyout of Brazilian unit Atacadão*"), on this date, regarding the possible take private of the Company, as follows:

Carrefour S.A. (France) and Carrefour Nederland B.V. (Netherlands) (together the "Controlling Shareholder") submitted to the Company's management a proposal to convert the Company into a wholly-owned subsidiary, with the consequent delisting of the Company from the Novo Mercado and the migration of its registration with CVM from a Category "A" issuer to a Category "B" publicly-held company ("Potential Transaction").

The Potential Transaction would be implemented through (i) the merger of all the shares issued by the Company into a Brazilian company wholly-owned (directly or indirectly) by the Controlling Shareholder ("MergerSub") converting the Company into a wholly-owned subsidiary of MergerSub, pursuant to articles 223 to 227, 252 and 264 of the Brazilian Corporation Law, with the attribution of class A, class B **or** class C preferred shares issued by MergerSub ("Redeemable Shares") to holders of the Company's shares, in exchange for the merged shares ("Merger of Shares"); followed by (ii) the redemption of all Redeemable Shares.

Under the proposal sent by the Controlling Shareholder, as a result of the Merger of Shares, each one (1) common share issued by the Company would be replaced by one (1) Class A, Class B or Class C Redeemable Share issued by MergerSub and the choice of the class of Redeemable Shares to be received would be at the discretion of each shareholder, during an option period following approval of the Potential Transaction.

The exchange ratio proposed by the Controlling Shareholder for purposes of redemption of the Redeemable Shares ("Redemption of Shares") is as follows ("Exchange Ratio"):

(a) each 1 (one) Class A Redeemable Share ("Class A Share"), will be redeemed upon payment in cash to its holder of R$ 7.70 (seven reais and seventy cents);

(b) each one (1) Class B Redeemable Share ("Class B Share"), shall be redeemed upon (i) the delivery of, at the sole discretion of its holder, (a) 0.0454545454545455[1] common share issued by CSA, admitted to trading on the Paris Stock Exchange ("CSA Shares" and "Euronext Paris", respectively); **or** (b) 0.0454545454545455[1] BDR[2] issued in the context of the transaction by means of a sponsored Level 1 BDR program; **and** (ii) the payment in cash, to its holder, of R$ 3.85 (three reais and eighty-five cents); and

(c) each one (1) Class C Redeemable Share ("Class C Share"), shall be redeemed upon delivery of, at the sole discretion of its holder, (a) 0.0909090909090909[3] CSA Share; **or** (b) 0.0909090909090909[3] BDR.

The Controlling Shareholder supports the Potential Transaction based on its view that said transaction:

(1) grants all shareholders of the Company the opportunity to secure liquidity at fair and attractive terms (**premium of 32.4% to the volume-weighted average price (VWAP) of the Company's shares in the last month prior to 10 February 2025, and premium of 27.3% to the exchange ratio (i.e., the quotient between the Company's share prices and CSA's share prices) assuming the VWAP for the same period** and the official foreign exchange rate released by the Central Bank of Brazil on 10 February 2025;

(2) provides all of the Company's shareholders with the option to roll-up into CSA, a leading global food retailer, while maintaining indirect exposure to the Company; and

(3) provides the Company's management with greater bandwidth to focus exclusively on core operations and further contribute to the group's strategy of continuing to deliver superior shareholder returns.

The share exchange ratio and the other terms and conditions of the Potential Transaction are currently being negotiated with the Controlling Shareholder through a Special Independent Committee appointed by the Company's Board of Directors on January 17, 2025, pursuant to CVM Guidance Opinion No. 35, of September 1, 2008 ("IC"). The IC is made up by the three independent board members of the Company and is in an advanced stage of negotiations.

In the event of a satisfactory conclusion of said negotiations, a merger agreement reflecting the terms and conditions of the transaction would be signed and a shareholders´ meeting would be convened to resolve on the Potential Transaction.

The Company will keep its shareholders and the market in general informed, and will also disclose, in a timely manner, if applicable, in accordance with the law and the regulations of CVM, any relevant development regarding the matter.

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[1] ***That is, one (1) CSA Share or one (1) BDR backed by one (1) CSA Share will be delivered for each 22.00 common shares issued by the Company.***

[2] ***Each one (1) BDR will be backed by one (1) CSA Share.***

[3] ***That is, one (1) CSA Share or one (1) BDR backed by one (1) CSA Share will be delivered for each 11.00 common shares issued by the Company.***

São Paulo, February 11th, 2025.

Atacadão S.A.

Eric Alexandre Alencar

Chief Financial and Investor Relations Officer

Grupo Carrefour Brasil